

**UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
JACKSONVILLE DIVISION**

**IN RE:**

**RMS TITANIC, INC. *et al.*,<sup>1</sup>**

**Debtors.**

**Case No. 3:16-bk-02230-PMG  
Chapter 11**

**Jointly Administered**

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**MOTION OF THE OFFICIAL COMMITTEE OF EQUITY SECURITY  
HOLDERS FOR ORDER EXTENDING BAR DATE SOLELY AS TO THE EQUITY  
COMMITTEE PURSUANT TO FED. R. BANKR. P. 3003**

The Official Committee of Equity Security Holders (the “Equity Committee”) of Premier Exhibitions, Inc. (“Premier”), Chapter 11 Debtor in Case No. 3:16-bk-02232-PMG and the parent company of RMS Titanic, Inc. (“RMST”), the Chapter 11 Debtor in Case No. 3:16-bk-02230-PMG, hereby submits this Motion for Order Extending the Bar Date Solely as to the Equity Committee (the “Motion”) for the limited purposes set forth below. In support of the Motion, the Equity Committee states as follows.

**I.**

**BACKGROUND FACTS**

1. On June 14, 2016 (the “Petition Date”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, commencing the above-captioned, jointly administered bankruptcy case (the “Bankruptcy Case”).

2. On July 12, 2016, the Court set October 24, 2016, as the deadline for creditors to file proofs of claims (the “Bar Date”) against each of the Debtors. [See Docket No. 83 in Case

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<sup>1</sup> The Debtors in the chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number include: RMS Titanic, Inc. (3162); Premier Exhibitions, Inc. (4922); Premier Exhibitions Management, LLC (3103); Arts and Exhibitions International, LLC (3103); Premier Exhibitions International, LLC (5075); Premier Exhibitions NYC, Inc. (9246); Premier Merchandising, LLC (3867), and Dinosaurs Unearthed Corp. (7309). The Debtors’ service address is 3045 Kingston Court, Suite I, Peachtree Corners, Georgia 30071.

No. 3:16-bk-02230-PMG; Docket No. 14 in Case No. 3:16-bk-02232-PMG; Docket No. 12 in Case No. 3:16-bk-02233-PMG; Docket No. 12 in Case No. 3:16-bk-02234-PMG; Docket No. 12 in Case No. 3:16-bk-02235-PMG; Docket No. 12 in Case No. 3:16-bk-02236-PMG; Docket No. 12 in Case No. 3:16-bk-02237-PMG; Docket No. 12 in Case No. 3:16-bk-02238-PMG.] It is unclear whether the Bar Date similarly applies to proofs of interests.

3. On July 18-19, 2016, each of the Debtors filed Schedules and Statements of Financial Affairs. Thereafter, most of the Debtors (including Premier and RMST) filed Amended Schedules and, in certain cases, Amended Statements of Financial Affairs.

4. The Debtors continue to operate their businesses as debtors in possession pursuant to Bankruptcy Code Sections 1107 and 1108.

5. No trustee or examiner has been appointed in the Bankruptcy Case.

6. On August 24, 2016, the Acting United States Trustee, Guy G. Gebhardt, appointed the members of the Equity Committee. On August 31, 2016, the Equity Committee selected Landau Gottfried & Berger LLP as its general bankruptcy counsel.

7. On October 14, 2016, the Court entered an order authorizing the Equity Committee's employment of Landau Gottfried & Berger LLP as the Equity Committee's general bankruptcy counsel. [Docket No. 277.]

8. The meeting of creditors in the Debtors' cases, which commenced on August 10, 2016, still has not been concluded. A continued meeting of creditors is scheduled to take place on October 25, 2016.

**II.**

**RELIEF REQUESTED**

9. The Equity Committee seeks entry of an order, pursuant to Federal Rule of Bankruptcy Procedure 3003(c)(3), extending the Bar Date, solely as to the Equity Committee and for the limited purpose described herein, for a period of approximately ninety (90) days, to and including January 23, 2017, without prejudice to the Equity Committee's ability to request a further extension for cause.

**III.**

**ARGUMENT**

10. Federal Rule of Bankruptcy Procedure 3003(c)(3) provides that “[t]he court shall fix and for cause shown may extend the time within which proofs of claim or interest may be filed. . . .” Fed. R. Bankr. P. 3003(c)(3).

11. There is adequate cause to grant the Motion and extend the Bar Date. The Equity Committee, which obtained counsel only six weeks ago, is investigating the existence of various shareholder claims. Because such claims are likely complex in nature, the Equity Committee's investigation is ongoing. Moreover, the Equity Committee is also investigating the possibility of filing a motion, consistent with the Eleventh Circuit's decision in *In re Charter Co.*, 876 F.2d 866 (11th Cir. 1989), to certify the equity interest holders of Premier as an official class and to approve a claim by the Equity Committee as a class claim. However, before filing such a motion, the Equity Committee requires additional time to determine the nature of any claim that it may file, either on its own behalf or on behalf of a class of equity interest holders.

12. This motion does not seek a determination at this time as to the propriety of a class proof of claim or whether such a claim meets the requirements for a class action. Such

determination may be made when, and if, the motion is made to certify a class and permit filing of a class proof of claim. Rather, all that the Equity Committee seeks at this time is a continuance of the Bar Date to permit it to conduct the due diligence necessary to determine whether a claim ought to be filed, the nature of that claim, and to file a claim.

13. No parties in interest will be prejudiced by the extension of the Bar Date, which appears to have been automatically generated by the Clerk of the Bankruptcy Court in the Notice of Chapter 11 Bankruptcy Case. [See Docket No. 83 in Case No. 3:16-bk-2230-PMG.] Indeed, the extension of the Bar Date is intended to protect the rights of numerous equity interest holders in Premier. Moreover, the Equity Committee brings this Motion in good faith and not for purposes of delay.

#### IV.

#### CONCLUSION

14. For the reasons set forth above, the Equity Committee respectfully requests the Court enter an Order in the form attached hereto as **Exhibit A** (i) granting the Motion; (ii) extending the Bar Date solely as to the Equity Committee and for the limited purpose described herein, to and including January 23, 2017, without prejudice to the Equity Committee's ability to request a further extension for cause; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: October 24, 2016

Peter J. Gurfein, Esq.

**LANDAU GOTTFRIED & BERGER LLP**  
1801 Century Park East, Suite 700  
Los Angeles, California 90067  
(310) 557-0050  
(310) 557-0056 (Facsimile)  
[pgurfein@lgbfirm.com](mailto:pgurfein@lgbfirm.com)

-and-

**AKERMAN LLP**

By: /s/ Jacob A. Brown

Jacob A. Brown

Florida Bar No. 170038

50 North Laura Street, Suite 3100

Jacksonville, Florida 32202

(904) 798-3700

(904) 798-3730 (Facsimile)

[jacob.brown@akerman.com](mailto:jacob.brown@akerman.com)

Attorneys for the Official Committee of Equity  
Security Holders of Premier Exhibitions, Inc.

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that on October 24, 2016, the foregoing was transmitted to the Court for uploading to the Case Management/Electronic Case Files ("CM/ECF") System, which will send a notice of electronic filing to all creditors and parties in interest who have consented to receiving electronic notifications in this case. In accordance with the Court's Order Granting Debtors' Motion for an Order Pursuant to 11 U.S.C. § 105(a) and Rule 2002 Establishing Notice Procedures (Doc. 140), a copy of the foregoing was also furnished on October 24, 2016 by U.S. mail, postage prepaid and properly addressed, to the Master Service List attached hereto.

/s/ Jacob A. Brown

Attorney

**MASTER SERVICE LIST**  
**Case No. 3:16-bk-02230-PMG**

417 5th Ave Real Estate, LLC  
c/o Sebastian Capital, Inc.  
417 Fifth Avenue  
New York, NY 10016

ABC Imaging  
1155 21st Street NW  
Suite M400  
Washington, DC 20036

ATS, Inc.  
1900 W. Anaheim Street  
Long Beach, CA 90813

CBS Outdoor/Outfront Media  
185 US Highway 48  
Fairfield, NJ 07004

Enterprise Rent-A-Car Canada  
709 Miner Avenue  
Scarborough, ON M1B 6B6

Lange Feng  
15953 107th Avenue  
Surrey, BC V4N 5N7

George Young Company  
509 Heron Drive  
Swedesboro, NJ 08085

Hoffen Global Ltd.  
305 Crosstree Lane  
Atlanta, GA 30328

MNP LLP  
15303 - 31st Avenue  
Suite 301  
Surrey, BC V3Z 6X2

A-1 Storage and Crane  
2482 197th Avenue  
Manchester, IA 52057

A.N. Deringer, Inc.  
PO Box 11349  
Succursale Centre-Ville  
Montreal, QC H3C 5H1

Broadway Video  
30 Rockefeller Plaza  
54th Floor  
New York, NY 10112

Dentons Canada LLP  
250 Howe Street  
20th Floor  
Vancouver, BC V6C 3R8

Expedia, Inc.  
10190 Covington Cross Drive  
Las Vegas, NV 89144

George F. Eyde LLC  
300 S. Washington Square  
Suite 400  
Lansing, MI 48933

Gowling Lafleur Henderson  
550-2300 Burrard Street  
Vancouver, BC V6C 2B5

Kirvin Doak Communications  
7935 W. Sahara Avenue  
Las Vegas, NV 89117

Morris Visitor Publications  
PO Box 1584  
Augusta, GA 30903

NASDAQ Stock Market, LLC  
805 King Farm Blvd.  
Rockville, MD 20850

NYC Dept. of Finance  
PO Box 3646  
New York, NY 10008

NY Dept. of Taxation and Finance  
PO Box 4127  
Binghamton, NY 13902

Pallet Rack Surplus, Inc.  
1981 Old Covington Cross Road NE  
Conyers, GA 30013

Screen Actors Guild  
1900 Broadway  
5th Floor  
New York, NY 10023

Soprintendenza Archeologica  
di Napoli e Pompei  
Piazza Museo 19  
Naples, Italy 80135

Syzygy3, Inc.  
1350 6th Avenue  
2nd Floor  
New York, NY 10019

TPL  
3340 Peachtree Road  
Suite 2140  
Atlanta, GA 30326

Verifone, Inc.  
300 S. Park Place Blvd.  
Clearwater, FL 33759

WNBC - NBC Universal Media  
30 Rockefeller Center  
New York, NY 10112

National Geographic Society  
1145 - 17th Avenue NW  
Washington, DC 20036

NY Dept. of Taxation and Finance  
Attn: Office of Counsel  
W.A. Harriman Campus Bldg. 9  
Albany, NY 12227

PacBridge Limited Partners  
22/F Fung House  
19-20 Connaught Road  
Central Hong Kong

Ramparts, Inc.  
d/b/a Luxor Hotel and Casino  
3900 Las Vegas Blvd. South  
Las Vegas, NV 89119

Seaventures, Ltd.  
5603 Oxford Moor Blvd.  
Windemere, FL 34786

Structure Tone, Inc.  
770 Broadway  
9th Floor  
New York, NY 10003

Time Out New York  
475 Tenth Avenue  
12th Floor  
New York, NY 10018

TSX Operating Co.  
70 West 40th Street  
9th Floor  
New York, NY 10018

Sam Weiser  
565 Willow Road  
Winnetka, IL 60093

Jihe Zhang  
59 Dongsanhuan Middle Road  
Fuli Shuangzi Towers, Building A

Suite 2606, Chaoyang Dist.  
Beijing, China 100021

Haiping Zou  
Unit 110-115 Wanke Qingqing Homeland  
Doucezhuang, Chaoyang Dist.  
Beijing, China 100021

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**UNITED STATES BANKRUPTCY COURT  
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www.flmb.uscourts.gov**

IN RE:

RMS TITANIC, INC., *et al.*, Case No. 3:16-bk-02230-PMG  
Chapter 11

Debtors.

Jointly Administered

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**ORDER GRANTING MOTION OF THE OFFICIAL COMMITTEE OF EQUITY  
SECURITY HOLDERS FOR ORDER EXTENDING BAR DATE SOLELY  
AS TO THE EQUITY COMMITTEE PURSUANT TO FED. R. BANKR. P. 3003**

THIS CASE came before the Court on the Motion (the “Motion”)<sup>1</sup> (Doc. \_\_\_\_) of the Official Committee of Equity Security Holders (the “Equity Committee”) of Premier Exhibitions, Inc. (“Premier”), Chapter 11 Debtor in Case No. 3:16-bk-02232-PMG and the parent company of RMS Titanic, Inc. (“RMST”), the Chapter 11 Debtor in Case No. 3:16-bk-02230-PMG, for an order extending bar date solely as to the Equity Committee pursuant to Fed. R. Bankr. P. 3003. Based upon the Motion, it is

**ORDERED:**

1. The Motion is granted, as set forth herein.

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<sup>1</sup> Defined terms from the Motion are incorporated by reference herein.

2. The Bar Date, solely as to the Equity Committee, is extended for a period of approximately ninety (90) days, to and including January 23, 2017.

3. This Order is entered without prejudice to the Equity Committee's ability to seek further extensions of the Bar Date as the circumstances may warrant.

Attorney Jacob A. Brown is directed to serve a copy of this order on interested parties who are non-CM/ECF users and file a proof of service within 3 days of entry of the order.